

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 280, 497, 498, 508, 509 & 511

CERTIFICATION OF COUNSEL

I, Kimberly A. Brown, counsel to the above-captioned debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On December 21, 2022, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the Debtors and the Debtors in Possession, Nunc Pro Tunc to November 13, 2022* [D.I. 280] (the “Application”) attaching as Exhibit B thereto the *Declaration of William A. Burck in Support of the Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the Debtors and the Debtors in Possession, Nunc Pro Tunc to November 13, 2022* (the “Burck Declaration”).

2. On January 14, 2023, the Debtors filed the *Supplemental Declaration of William A. Burck in Support of the Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Quinn Emanuel Urquhart & Sullivan, LLP as Special Counsel for the*

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

Debtors and Debtors in Possession, Nunc Pro Tunc to November 13, 2022 [D.I. 497] (the “Supplemental Burck Declaration”).

3. On January 14, 2023, the United States Trustee (the “U.S. Trustee”) filed the *Omnibus Objection of the United States Trustee to the Debtors’ Applications to Retain AlixPartners, LLP and Quinn Emanuel Urquhart & Sullivan, LLP* [D.I. 498] (“the U.S. Trustee Objection”).

4. On January 17, 2023, the Official Committee of Unsecured Creditors (the “Committee”) filed the *Statement of Official Committee of Unsecured Creditors Regarding U.S. Trustee’s Objections to Retention of Certain Professionals of Debtors* [D.I. 508].

5. On January 17, 2023, the Debtors filed the *Debtors’ Omnibus Reply in Support of Debtors’ Retention Applications* [D.I. 509] (the “Omnibus Reply”) and the *Supplemental Declaration of John J. Ray III in Support of Debtors’ Applications for Orders Authorizing the Retention and Employment of Sullivan & Cromwell LLP, Alix Partners LLP and Quinn Emanuel Urquhart & Sullivan, LLP* [D.I. 511] (the “Supplemental Ray Declaration” and together with the Supplemental Burck Declaration, the “Supplemental Declarations”).

6. The Debtors received informal comments (the “Informal Comments”) to the proposed form of order filed with the Application from the Committee.

7. To resolve the U.S. Trustee Objection and the Informal Comments, the Debtors filed the Supplemental Declarations and revised the proposed form of order (the “Revised Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order compared against the proposed form of order attached to the Application is attached hereto as **Exhibit B**. The U.S. Trustee and the Committee have no objection to the entry of the Revised

Order. In accordance with the Court's electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

8. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: January 20, 2023
Wilmington, Delaware

LANDIS RATH & COBB LLP

/s/ Kimberly A. Brown

Adam G. Landis (No. 3407)
Kimberly A. Brown (No. 5138)
Matthew R. Pierce (No. 5946)
919 Market Street, Suite 1800
Wilmington, Delaware 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
E-mail: landis@lrclaw.com
brown@lrclaw.com
pierce@lrclaw.com

-and-

SULLIVAN & CROMWELL LLP

Andrew G. Dietderich (admitted *pro hac vice*)
James L. Bromley (admitted *pro hac vice*)
Brian D. Glueckstein (admitted *pro hac vice*)
Alexa J. Kranzley (admitted *pro hac vice*)
125 Broad Street
New York, NY 10004
Telephone: (212) 558-4000
Facsimile: (212) 558-3588
E-mail: dietdericha@sullcrom.com
bromleyj@sullcrom.com
gluecksteinb@sullcrom.com
kranzleya@sullcrom.com

*Proposed Counsel for the Debtors
and Debtors-in-Possession*